

OMB No. 1124-0003; Expires April 30, 2017

U.S. Department of Justice

Washington, DC 20530

**Amendment to Registration Statement
Pursuant to the Foreign Agents Registration Act of
1938, as amended**

INSTRUCTIONS. File this amendment form for any changes to a registration. Compliance is accomplished by filing an electronic amendment to registration statement and uploading any supporting documents at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant

Capitol Counsel LLC

2. Registration No.

6253

3. This amendment is filed to accomplish the following indicated purpose or purposes:

☐ To give a 10-day notice of change in information as required by Section 2(b) of the Act.☒ To correct a deficiency in☒ Initial Statement☐ Supplemental Statement for the period ending _____☒ Other purpose (specify) Exhibit B, Exhibit C, and Short Form Statements☐ To give notice of change in an exhibit previously filed.

4. If this amendment requires the filing of a document or documents, please list:

Initial Registration Statement, Exhibit B, Exhibit C, and (2) Short Form Statements

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. (If space is insufficient, a full insert page must be used.)

Made corrections and clarifications to Questions 5, 9, and 10 in the Initial Registration Statement. Made correction to Question 9 in Exhibit B and attached corrected copy of contract. Added Exhibit C with Capitol Counsel LLC Articles of Organization. Made corrections to Questions 5, 12, 13, 14, and 15 on the Short Form Statement and added an additional Short Form Statement for another employee.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Print or type name under each signature or provide electronic signature¹)

10/24/2014

John D. Raffalli

John D. Raffalli

10/29/2014

JMW

Jeffery M. Walter

¹ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

U.S. Department of Justice
Washington, DC 20530

OMB No. 1124-0001; Expires April 30, 2017

Registration Statement

**Pursuant to the Foreign Agents Registration Act of
1938, as amended**

I-REGISTRANT

1. Name of Registrant

Capitol Counsel LLC

2. Registration No. (To Be Assigned By the FARA Registration Unit)

6253

3. Principal Business Address

700 - 13th Street, NW, Suite 200
Washington, DC 20005

4. If the registrant is an individual, furnish the following information:

(a) Residence address(es)

(b) Other business address(es), if any

(c) Nationality

(d) Year of birth

(e) Present citizenship

(f) If present citizenship not acquired by birth, state when, where and how acquired

(g) Occupation

5. If the registrant is not an individual, furnish the following information:

(a) Type of organization: Committee ☐ Association ☐ Partnership ☐ Voluntary group ☐
Corporation ☐ Other (specify) Limited Liability Company

(b) Date and place of organization 11/28/2006; Washington, DC

(c) Address of principal office 700 - 13th Street, NW, Suite 200, Washington, DC 20005

(d) Name of person in charge John D. Raffaelli

(e) Locations of branch or local offices Washington, DC

(f) If a membership organization, give number of members See 5(g)

(PAGE 2)

(g) List all partners, officers, directors or persons performing the functions of an officer or director of the registrant.

Name	Residence Address(es)	Position	Nationality
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Please see full list attached.

(h) Which of the above named persons renders services directly in furtherance of the interests of any of the foreign principals?

John D. Raffaelli

(i) Describe the nature of the registrant's regular business or activity.

Government Relations Firm

(j) Give a complete statement of the ownership and control of the registrant.

Capitol Counsel is owned by its six shareholders: Jim McCrery; John D. Raffaelli; Denise Henry Morrissey; Shannon Finley; David Jones; and Richard Sullivan.

6. List all employees who render services to the registrant directly in furtherance of the interests of any of the foreign principals in other than a clerical, secretarial, or in a related or similar capacity.

Name	Residence Address(es)	Nature of Services
John D. Raffaelli	503 High Street Alexandria, VA 22302	Government Relations Consulting
Jeffery Walter	2001 Summit Terrace Alexandria, VA 22307	Government Relations Consulting

II—FOREIGN PRINCIPAL

7. List every foreign principal¹ for whom the registrant is acting or has agreed to act.

Foreign Principal

Russian Direct Investment Fund

Principal Address(es)

Capital City, South Tower, 7th Floor, 8 bld.
1 Presnenskaya nab.
Moscow, Russia 123317

III—ACTIVITIES

8. In addition to the activities described in any Exhibit B to this statement, will you engage or are you engaging now in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☒

If yes, describe fully.

IV—FINANCIAL INFORMATION**9. (a) RECEIPTS-MONIES**

During the period beginning 60 days prior to the date of your obligation to register² to the time of filing this statement, did you receive from any foreign principal named in Item 7 any contribution, income, or money either as compensation or for disbursement or otherwise? Yes ☒ No ☐

If yes, set forth below in the required detail and separately for each such foreign principal an account of such monies.³

Foreign Principal	Date Received	Purpose	Amount
Russian Direct Investment Fund (RDIF)	September 12, 2014	Initial Retainer for 60 days' services, to become monthly thereafter	\$90,000.00 (\$45,000 per month)

\$90,000.00

Total

¹ The term "foreign principal," as defined in Section 1(b) of the Act, includes a foreign government, foreign political party, foreign organization, foreign individual and, for the purpose of registration, an organization or an individual any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual.

² An agent must register within ten days of becoming an agent, and before acting as such.

³ A registrant is required to file an Exhibit D if he collects or receives contributions, loans, moneys, or other things of value for a foreign principal, as part of a fundraising campaign. There is no printed form for this exhibit. (See Rule 201(e), 28 C.F.R. § 5.201(e)).

(b) RECEIPTS-THINGS OF VALUE

During the period beginning 60 days prior to the date of your obligation to register⁴ to the time of filing this statement, did you receive from any foreign principal named in Item 7 anything of value⁵ other than money, either as compensation, or for disbursement, or otherwise? Yes ☐ No ☒

If yes, furnish the following information:

Foreign Principal	Date Received	Thing of Value	Purpose
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10. (a) DISBURSEMENT-MONIES

During the period beginning 60 days prior to the date of your obligation to register⁶ to the time of filing this statement, did you spend or disburse any money in furtherance of or in connection with your activities on behalf of any foreign principal named in Item 7? Yes ☐ No ☒

If yes, set forth below in the required detail and separately for each such foreign principal named including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
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(b) DISBURSEMENTS-THINGS OF VALUE

During the period beginning 60 days prior to the date of your obligation to register⁷ to the time of filing this statement, did you dispose of any thing of value⁸ other than money in furtherance of or in connection with your activities on behalf of any foreign principal named in Item 7? Yes ☐ No ☒

If yes, furnish the following information:

Date	Recipient	Foreign Principal	Thing of Value	Purpose
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(c) DISBURSEMENTS-POLITICAL CONTRIBUTIONS

During the period beginning 60 days prior to the date of your obligation to register⁹ to the time of filing this statement, did you, the registrant, or any short form registrant, make any contribution of money or other thing of value from your own funds and on your own behalf in connection with an election to any political office or in connection with any primary election, convention, or caucus held to select candidates for any political office? Yes ☒ No ☐

If yes, furnish the following information:

Date	Amount or Thing of Value	Political Organization or Candidate	Location of Event
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Please see
full list
attached.

4, 6, 7 and 9 See Footnote 2, on page 3.

5 and 8 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks", and the like.

V-INFORMATIONAL MATERIALS¹⁰

11. Will the activities of the registrant on behalf of any foreign principal include the preparation or dissemination of informational materials? Yes ☐ No ☒

IF YES, RESPOND TO THE REMAINING ITEMS IN THIS SECTION V.

12. Identify each such foreign principal.

13. Has a budget been established or specified sum of money allocated to finance your activities in preparing or disseminating informational materials? Yes ☐ No ☐

If yes, identify each such foreign principal, specify amount and for what period of time.

14. Will any public relations firms or publicity agents participate in the preparation or dissemination of such informational materials?

Yes ☐ No ☐

If yes, furnish the names and addresses of such persons or firms.

15. Activities in preparing or disseminating informational materials will include the use of the following:

- ☐ Radio or TV broadcasts ☐ Magazine or newspaper ☐ Motion picture films ☐ Letters or telegrams
☐ Advertising campaigns ☐ Press releases ☐ Pamphlets or other publications ☐ Lectures or speeches
☐ Other (specify) _____

Electronic Communications

- ☐ Email
☐ Website URL(s): _____
☐ Social media website URL(s): _____
☐ Other (specify) _____

16. Informational materials will be disseminated among the following groups:

- ☐ Public officials ☐ Civic groups or associations
☐ Legislators ☐ Libraries
☐ Government agencies ☐ Educational groups
☐ Newspapers ☐ Nationality groups
☐ Editors ☐ Other (specify) _____

17. Indicate language to be used in the informational materials:

- ☐ English ☐ Other (specify) _____

¹⁰ The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.

VI—EXHIBITS AND ATTACHMENTS

18. (a) The following described exhibits shall be filed with an initial registration statement:

Exhibit A- This exhibit, which is filed on Form NSD-3, sets forth the information required to be disclosed concerning each foreign principal named in Item 7.

Exhibit B- This exhibit, which is filed on Form NSD-4, sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

(b) An Exhibit C shall be filed when applicable. This exhibit, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, constitution, and bylaws of a registrant that is an organization. A waiver of the requirement to file an Exhibit C may be obtained for good cause shown upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530. (See Rule 201(c) and (d)).

(c) An Exhibit D shall be filed when applicable. This exhibit, for which no printed form is provided, sets forth an account of money collected or received as a result of a fundraising campaign and transmitted for a foreign principal. (See Rule 201 (e)).

VII—EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Print or type name under each signature or provide electronic signature¹¹)

10/24/2014

10/24/2014

John D. Raffalli
John D. Raffalli

Jeffery M. Walker
Jeffery M. Walker

¹¹ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

REGISTRATION STATEMENT ATTACHMENT 1

5(g) List all partners, officers, directors or persons performing the functions of an officer or director of the registrant.

<u>Name</u>	<u>Residence Address(es)</u>	<u>Position</u>	<u>Nationality</u>
John D. Raffaelli	503 High Street Alexandria, VA 22302	Member	USA
Shannon Finley	2640 44th Street, NW Washington, DC 20007	Member	USA
Denise Henry Morrissey	7400 Park Terrace Dr. Alexandria, VA 22307	Member	USA
Jim McCrery	9018 Wisterian Way Shreveport, LA 71106	Member	USA
Richard Sullivan	2709 Fairview Road Raleigh, NC 27608	Member	USA
David Jones	301 Tingey St., SE Washington, DC 20003	Member	USA

REGISTRATION STATEMENT ATTACHMENT 2**10(c) DISBURSEMENTS - POLITICAL CONTRIBUTIONS**

During the period beginning 60 days prior to the date of your obligation to register to the time of filing this statement, did you, the registrant, or any short form registrant, make any contribution of money or other thing of value from your own funds and on your own behalf in connection with any election to any political office or in connection with any primary election, convention, or caucus held to select candidates for any political office? If yes, furnish the following information:

<u>Date</u>	<u>Amount or Thing of Value</u>	<u>Political Organization or Candidate</u>	<u>Location of Event</u>
07/09/2014	\$2,000 (Jeffery Walter)	Cory Gardner For Senate	Washington, DC
07/15/2014	\$500 (Jeffery Walter)	Latta For Congress	Washington, DC
07/31/2014	\$1,000 (Jeffery Walter)	Frelinghuysen For Congress	Washington, DC
08/06/2014	\$1,000 (Jeffery Walter)	Bill Cassidy For Senate	Washington, DC
09/11/2014	\$1,000 (Jeffery Walter)	Team Mitch, McConnell Senate Committee '14	Washington, DC
09/12/2014	\$1,000 (Jeffery Walter)	Perdue For Senate	Washington, DC
09/16/2014	\$1,000 (Jeffery Walter)	Flake For Senate	Washington, DC
09/16/2014	\$500 (Jeffery Walter)	Melinda Garcia For Congress	Washington, DC
09/17/2014	\$1,000 (Jeffery Walter)	Responsibility and Freedom Work PAC	Washington, DC
09/18/2014	\$500 (Jeffery Walter)	Randy Neugebauer For Congress	Washington, DC
08/26/2014	\$1,000 (John D. Raffaelli)	Keystone America PAC	Washington, DC
09/22/2014	\$500 (John D. Raffaelli)	Ebbin For Virginia	Washington, DC
09/29/2014	\$500 (John D. Raffaelli)	Committee to Re-Elect Linda Sanchez	Washington, DC
09/29/2014	\$1,000 (John D. Raffaelli)	Patrick Henry Hayes For Congress	Washington, DC